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wherein:

$R^1$  is H;  $C_1$ - $C_3$  alkyl;  $C_1$ - $C_3$  perfluoroalkyl; or  $C_3$ - $C_5$  cycloalkyl;

$R^2$  is H;  $C_1$ - $C_6$  alkyl optionally substituted with  $C_3$ - $C_6$  cycloalkyl;  $C_1$ - $C_3$  perfluoroalkyl; or  $C_3$ - $C_6$  cycloalkyl;

$R^3$  is  $C_1$ - $C_6$  alkyl optionally substituted with  $C_3$ - $C_6$  cycloalkyl;  $C_1$ - $C_6$  perfluoroalkyl;  $C_3$ - $C_5$  cycloalkyl;  $C_3$ - $C_6$  alkenyl; or  $C_3$ - $C_6$  alkynyl;

$R^4$  is  $C_1$ - $C_4$  alkyl optionally substituted with OH,  $NR^5R^6$ , CN,  $CONR^5R^6$  or  $CO_2R^7$ ;  $C_2$ - $C_4$  alkenyl optionally substituted with CN,  $CONR^5R^6$  or  $CO_2R^7$ ;  $C_2$ - $C_4$  alkanoyl optionally substituted with  $NR^5R^6$ ; (hydroxy) $C_2$ - $C_4$  alkyl optionally substituted with NR<sup>5</sup>R<sup>6</sup>; (C<sub>2</sub>-C<sub>3</sub> alkoxy)C<sub>1</sub>-C<sub>2</sub> alkyl optionally substituted with OH or NR<sup>5</sup>R<sup>6</sup>; CONR<sup>5</sup>R<sup>6</sup>; CO<sub>2</sub>R<sup>7</sup>; halo; NR<sup>5</sup>R<sup>6</sup>;  $NHSO_2NR^5R^6$ ;  $NHSO_2R^8$ ; SO<sub>2</sub>NR<sup>9</sup>R<sup>10</sup>; or phenyl, pyridyl, pyrimidinyl, imidazolyl, oxazolyl, thiazolyl, thienyl or triazolyl any of which is optionally substituted with methyl;

$R^5$  and  $R^6$  are each independently H or  $C_1$ - $C_4$  alkyl, or together with the nitrogen atom to which they are attached form a pyrrolidinyl, piperidino, morpholino, 4-N( $R^{11}$ )-piperazinyl or imidazolyl group wherein said group is optionally substituted with methyl or OH;

$R^7$  is H or  $C_1$ - $C_4$  alkyl;

$R^8$  is  $C_1$ - $C_3$  alkyl optionally substituted with  $NR^5R^6$ ;

$R^9$  and  $R^{10}$  together with the nitrogen atom to which they are attached form a pyrrolidinyl, piperidino, morpholino or 4-N( $R^{12}$ )-piperazinyl group wherein said group is optionally substituted with  $C_1$ - $C_4$  alkyl,  $C_1$ - $C_3$  alkoxy,  $NR^{13}R^{14}$  or  $CONR^{13}R^{14}$ ;

$R^{11}$  is H;  $C_1$ - $C_3$  alkyl optionally substituted with phenyl; (hydroxy) $C_2$ - $C_3$